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Attorneys for Plaintiff,  
 HOUTAN PETROLEUM, INC.

**UNITED STATES DISTRICT COURT IN AND FOR  
 THE NORTHERN DISTRICT OF CALIFORNIA**

HOUTAN PETROLEUM, INC.	)	CASE NO. 3:07-CV-05627-SC
	)	
Plaintiff,	)	<b>OPPOSITION AND DECLARATION OF</b>
vs.	)	<b>THOMAS P. BLEAU IN OPPOSITION TO</b>
	)	<b>DEFENDANT, CONOCOPHILLIPS</b>
CONOCOPHILLIPS COMPANY, a Texas	)	<b>COMPANY'S MOTION IN LIMINE NO. 5</b>
Corporation and DOES 1 through 10,	)	<b>"TO EXCLUDE IRRELEVANT AND LATE-</b>
Inclusive	)	<b>DISCLOSED EVIDENCE OF</b>
	)	<b>ANTICIPATED REPAIR COSTS"</b>
Defendants.	)	
	)	Trial Date: 8/17/08
	)	Time: 10:00 a.m.
	)	

TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

PLEASE TAKE NOTICE that Plaintiff and Counter-Defendant, Houtan Petroleum, Inc. ("Houtan Petroleum"), hereby opposes Motion In Limine No. 5 "to exclude irrelevant and late-disclosed evidence of anticipated repair costs," filed by Defendant and Counter-Plaintiff, ConocoPhillips Company ("ConocoPhillips") as follows:

I, Thomas P. Bleau, declare as follows:

1. That I am an attorney duly licensed to practice law before all courts of the State of California and the Northern District of California and am a partner with the law firm of Bleau / Fox, A P.L.C., counsel of record for Plaintiff in this action, Houtan Petroleum, Inc.. That if called upon to testify, I could and would do so competently based upon my personal knowledge of the facts as

1 stated herein.

2 2. On February 15, 2008, counsel for Defendant, Adam Friedenber, forwarded me a  
3 letter regarding ConocoPhillips' latest testing of the Underground Storage Tanks ("UST's") at  
4 Plaintiff's station. A true and correct copy of that letter has been submitted to the Court as Plaintiff's  
5 Trial Exhibit 76. ConocoPhillips' test results were included with that letter and have been submitted  
6 as Plaintiff's Trial Exhibits 77 and 78.

7 3. According to the testing by ConocoPhillips' own contractor, the UST's at the station  
8 failed secondary containment and sump pump testing as required by California SB989 regulations.

9 4. In order to determine verify the Defendant's contractor's result, Plaintiff retained the  
10 services of a licensed contractor, Matt Thomas of Slunaker Construction.

11 5. On May 20, 2008, I forwarded a report from Mr. Thomas to Mr. Friedenber  
12 confirming that the secondary containment piping and sump failed testing due to shoddy work by  
13 ConocoPhillips' contractor's work on the UST system. A true and correct copy of that report has  
14 been submitted to the Court as Plaintiff's Trial Exhibit 80.

15 6. As soon as I received the estimates from Mr. Thomas as to the costs of repairs for the  
16 secondary containment piping and sump and the EVR, I forwarded the estimates to Mr. Friedenber  
17 in the hopes that ConocoPhillips would entertain a reasonable settlement offer from Plaintiff. A true  
18 and correct copy of such estimates has been submitted to the Court as Plaintiff's Trial Exhibit 79.

19 7. The evidence of the costs of repairs is highly relevant because the costs of repairs to  
20 the dispensers and UST system actually exceeds the fair market value of the dispensers alleged by  
21 ConocoPhillips and is nothing more than rebuttal evidence to ConocoPhillips' inflated valuation of  
22 same.

23 8. As has been ConocoPhillips' "scorched earth" tactics from the day Plaintiff was forced  
24 to file this lawsuit to prevent the bull dozers from tearing down the station before Plaintiff could  
25 obtain permits to rebuild it, ConocoPhillips filed a motion in limine on the Friday night before trial  
26 to exclude rebuttal evidence.

27 9. Plaintiff should not be penalized for disclosing rebuttal documents in a good faith  
28 attempt to settle the case before trial.

1 I declare under penalty of perjury under the laws of the United States of America that the  
2 foregoing is true and correct.

3 Executed this 9<sup>th</sup> day of August, 2008 in Los Angeles, California.

4 //s//

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Thomas P. Bleau